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**LAW OFFICES OF
LOUIS E. GITOMER**

SURFACE TRANSPORTATION BOARD

LOUIS E. GITOMER
LOU_GITOMER@VERIZON.NET

March 30, 2011

THE ADAMS BUILDING, SUITE 301
600 BALTIMORE AVENUE
TOWSON, MARYLAND 21204-4022
(202) 466-6532
FAX (410) 332-0885

Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D. C. 20423

Dear Ms. Brown:

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is an Amendment, a secondary document, dated as of March 23, 2011. The primary document to which this is connected is recorded under Recordation No. 26371. We request that this document be recorded under Recordation No. 26371-A.

The names and addresses of the parties to the Amendment are:

Lessor:

Banc of America Leasing & Capital, LLC
2059 Northlake Parkway, 4 South
Tucker, GA 30084

Lessees:

CEMEX, Inc.
CEMEX Construction Materials Pacific, LLC
CEMEX Construction Materials Atlantic, LLC
CEMEX Construction Materials Florida, LLC
CEMEX Construction Materials South, LLC
Nor-Cal Readymix, Inc.
Western Equipment Co.
RMC Pacific Materials, Inc.
1200 Smith Street
Houston, TX 77002

A description of the equipment covered by the Amendment consists of one Rail King Mobile Railcar Mover numbered RCM 551.

Ms. Cynthia T. Brown
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A fee of \$41.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou_Gitomer@verizon.net

A short summary of the document to appear in the index follows: a Amendment between Banc of America Leasing & Capital, LLC, 2059 Northlake Parkway, 4 South, Tucker, GA 30084, and CEMEX, Inc., CEMEX Construction Materials Pacific, I.I.C., CEMEX Construction Materials Atlantic, LLC, CEMEX Construction Materials Florida, LLC, CEMEX Construction Materials South, LLC, Nor-Cal Readymix, Inc., Western Equipment Co., and RMC Pacific Materials, Inc., 1200 Smith Street, Houston, TX 77002, covering one Rail King Mobile Railcar Mover numbered RCM 551.

Very Truly Yours,


Louis E. Gitomer

Enclosure

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SURFACE TRANSPORTATION BOARD

AMENDMENT

Banc of America Leasing & Capital, LLC ("BALC"), as lessor, and CEMEX, Inc ("CEMEX"), as lessee, entered a Memorandum of Lease Agreement dated as of May 25, 2006 (the "Memorandum") for one Rail King Mobile Railcar Mover numbered RCM551 (the "Equipment").

The Memorandum was recorded with the Surface Transportation Board on May 30, 2006, under Recordation No. 26371.

As a result of a corporate restructuring, additional Co-Lessees of the Equipment will be CEMEX Construction Materials Pacific, LLC, CEMEX Construction Materials Atlantic, LLC, CEMEX Construction Materials Florida, LLC, CEMEX Construction Materials South, LLC, Nor-Cal Readymix, Inc., Western Equipment Co., and RMC Pacific Materials, Inc. (collectively, the "New Lessees"). By this Amendment, and for good and valuable consideration, BALC, CEMEX, and the New Lessees have agreed to amend the Memorandum to include the New Lessees, as lessees under the Memorandum.

This Amendment may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Amendment.

IN WITNESS WHEREOF, the parties hereto have duly executed this Amendment as of March 23rd, 20 11

Banc of America Leasing & Capital, LLC,
as Lessor

By: [Signature]
Name: Cristina Foley
Title: Vice President

CEMEX, Inc.,
as Lessee

By: [Signature]
Name: Alejandro Benavides
Title: Treasurer

CEMEX Construction Materials Pacific, LLC,
as Lessee

By: [Signature]
Name: Thomas Edgeller
Title: Treasurer/Secretary

CEMEX Construction Materials Atlantic, LLC,
as Lessee

By: _____
Name: Thomas Edgeller
Title: Treasurer/Secretary

CEMEX Construction Materials Florida, LLC,
as Lessee

By: _____
Name: Thomas Edgeller
Title: Treasurer/Secretary

CEMEX Construction Materials South, LLC,
as Lessee

By: _____
Name: Thomas Edgeller
Title: Treasurer/Secretary

Nor-Cal Readymix, Inc.
as Lessee

By: _____
Name: Thomas Edgeller
Title: Treasurer/Secretary

Western Equipment Co.
as Lessee

By: _____
Name: Thomas Edgeller
Title: Treasurer/Secretary

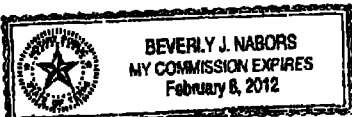
RMC Pacific Materials, Inc.
as Lessee

By: _____
Name: Thomas Edgeller
Title: Treasurer/Secretary

STATE OF)
) ss.
COUNTY OF)

On this 33 day of MARCH, 2011, before me, Beverly J. Nabors, the undersigned Notary Public, personally appeared Alejandro Benavides personally known to me to be the person who executed the within instrument as Treasurer on behalf of Cemex, Inc., and acknowledged to me that the corporation executed it.

[Seal]



Beverly J. Nabors
Notary Public

My commission expires

Feb 6 2012

STATE OF)
) ss.
COUNTY OF)

On this 28 day of March, 2011, before me, Beverly J. Nabors, the undersigned Notary Public, personally appeared Thomas Edgeller personally known to me to be the person who executed the within instrument as Treasurer/Secretary on behalf of CEMEX Construction Materials Atlantic, LLC, CEMEX Construction Materials Pacific, LLC, CEMEX Construction Materials Florida, LLC, CEMEX Construction Materials South, LLC, Nor-Cal Readymix, Inc., Western Equipment Co., and RMC Pacific Materials, Inc., and acknowledged to me that the corporation executed it.

[Seal]



Beverly J. Nabors
Notary Public

My commission expires.

2/8/12 2012

STATE OF GEORGIA)
) ss.
COUNTY OF GWINNETT)

On this 2nd day of March, 2011, before me, Jeanne Marie Martell, the undersigned Notary Public, personally appeared Cristina Foley personally known to me to be the person who executed the within instrument as Vice President on behalf of Banc of America Leasing & Capital, LLC, and acknowledged to me that the corporation executed it.

[Seal]

Jeanne Marie Martell
Notary Public

My commission expires:

7 July, 2011

